

**EXHIBIT C**

**UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA**

<b>INSIGNIA SYSTEMS, INC.,</b>	:	<b>Civil No. 04 4213 (JRT/AJB)</b>
	:	
<b>Plaintiff,</b>	:	
	:	
<b>v.</b>	:	<b>STIPULATION TO APPOINT</b>
	:	<b>MASTER</b>
	:	
<b>NEWS AMERICA MARKETING</b>	:	
<b>IN-STORE, INC.,</b>	:	<b>Judge: Hon. John R. Tunheim</b>
	:	
<b>Defendant.</b>	:	<b>Complaint Filed: Sept. 23, 2004</b>
	:	<b>Trial Date: February 7, 2011</b>

**STIPULATION TO APPOINT MASTER**

Plaintiff Insignia Systems, Inc. and former counter-defendant Scott Drill, on the one hand, and Defendant News America Marketing In-Store L.L.C. (sued in the Action as News America Marketing In-Store, Inc.), on the other hand, by and through their attorneys of record (collectively, "the Parties"), hereby AGREE AND STIPULATE, subject to the approval of the Court, that the United States District Court of Minnesota shall retain jurisdiction to enforce the Parties' settlement agreement entered on February 9, 2011, Joint Exhibit A thereto, and the long-form exclusive selling agreement, and the Honorable Arthur J. Boylan shall serve as a special master pursuant to 28 U.S.C. § 636, Fed.R.Civ.P. 53 and Local Rule 72.1 to enforce and interpret the settlement agreement entered

on February 9, 2011, Joint Exhibit A thereto, the long-form exclusive selling agreement and related matters.

**I STIPULATE TO ENTRY OF THE ABOVE ORDER:**

Dated: February 9, 2011

By: Stephen A. Wood

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and Scott Drill

Dated: February 9, 2011

By: Richard L. Stone

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